

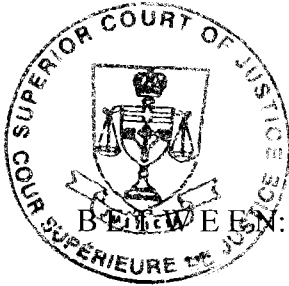
Court File No. CV-119430-00CL  
Court File No. 31-1553272  
Court File No. 31-1553274

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE MR.  
JUSTICE BROWN

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WEDNESDAY, THE 23RD  
DAY OF NOVEMBER, 2011



**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

**BRIAN JOSEPH TUCKER, SANDRA TUCKER AND THE  
BRIAN JOSEPH TUCKER FAMILY TRUST (TRUSTEE OF)**

Plaintiffs

-and-

**SEAQUEST CAPITAL CORPORATION, SEAQUEST  
CORPORATION, DAVID BURNS HOLDEN, ROSA HOLDEN,  
VINCE JAMES BULBROOK, ANTONIO MARIO  
CONSENTINO, EDMOND CHIN-HO SO (AKA EDMOND SO),  
JEFFREY ALAN PHIPPS, SEAQUEST GLOBAL  
CORORATION (#1), SEAQUEST GLOBAL CORPORATION  
(#2), TONYCOS INVESTMENTS LTD., HARRIS BROWN  
CORPORATION, AND HARRIS BROWN AND PARTNERS  
LIMITED.**

Defendants

AND

**IN THE MATTER OF THE PROPOSAL OF SEAQUEST CORPORATION**

AND

**IN THE MATTER OF THE PROPOSALS OF SEAQUEST CAPITAL  
CORPORATION**

**ORDER DISCHARGING CHIEF RESTRUCTURING OFFICER**

**THIS MOTION**, made by Greg MacLeod of G.S.MacLeod & Associates Inc. (the “CRO”), in its capacity as CRO of SEAQUEST CAPITAL CORPORATION AND SEAQUEST CORPORATION (collectively the “Debtors”) for an order approving the activities of the CRO as set out in his First and Final Report of the CRO dated November 21, 2011; an order approving the fees and disbursements of the CRO and its counsel, and for an order discharging Greg MacLeod of G.S.MacLeod & Associates Inc. as CRO of the Debtors’ business and undertaking, was heard this day at 330 University Avenue, 8<sup>TH</sup> Floor, Toronto, Ontario.

**ON READING** the motion materials and the First and Final Report of the CRO, and on hearing the submissions of counsel for the CRO, counsel for the Debtors, the Interim Receiver, the Plaintiffs herein, and from counsel for certain other persons and parties as noted, and on reading the affidavit of service of K. Engelhardt, filed:


1. **THIS COURT ORDERS** that (a) the time for service of the Notice of Motion and the Motion Record is hereby abridged so that this motion is properly returnable today, (b) the manner of service as set forth in the affidavit of service filed is validated and (c) this court hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that the First and Final Report of the CRO dated November 21, 2011 and the actions and activities of the CRO as described in that Report are hereby approved;
3. **THIS COURT ORDERS** that the fees and disbursements of the CRO as set forth in Exhibit B to the First and Final Report of the CRO be and the same are hereby approved;
4. **THIS COURT ORDERS** that the fees and disbursements of the CRO’s counsel as set out in the Fee Affidavit of J. Rosekat filed including applicable taxes be and is hereby approved;
5. **THIS COURT ORDERS** that the fees and disbursements of the CRO and its counsel shall be subordinate in priority to the claims of and amounts due to Hillmount Group Inc., Hirmar Holdings Inc., Gitel Fasten, Daniel Rees Child, and Iosif Vital, collectively the first

mortgagees of the property municipally described as 2111 Lakeshore Boulevard West, Upper Penthouse Unit #14, Toronto, Ontario (the “**Property**”), by virtue of a Charge registered on December 16, 2009 as Instrument No. AT2258979 in the Land Titles Division of the Land Registry Office of Toronto (No. 80) and subordinate to the claims of and amounts due to Hillmount Capital Inc. and Daniel Rees Child, collectively the second mortgagees of the Property, by virtue of a Charge registered on October 11, 2011 as Instrument No. AT2837716 in the Land Titles Division of the Land Registry Office of Toronto (No. 80);

6. **THIS COURT ORDERS** that the CRO is hereby be discharged as CRO of the undertaking, property and assets of the Debtors, provided however that notwithstanding his discharge or as provided herein, the CRO shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of Greg MacLeod of G.S.MacLeod & Associates Inc. in his capacity as CRO.

FILED AT / INSCRIT À TORONTO  
 DE / BOOK NO:  
 LE / DANS LE REGISTRE NO.:

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Brian Joseph Tucker et al  
Plaintiffs

-and-

Seaquest Capital Corporation and Seaquest Corporation et al  
Defendants

Court File Nos. CV-119430-00CL, 31-1553272, 31-1553274

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE - COMMERCIAL LIST**  
**IN BANKRUPTCY**  
**PROCEEDING COMMENCED AT**  
**TORONTO**

**ORDER**

**GARDINER ROBERTS LLP**

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Lawyers for the Court appointed CRO, Greg MacLeod of  
G.S.MacLeod & Associates Inc..

RCP-E 4C (July 1, 2007)